

# **EXHIBIT D**

KIRBY McINERNEY LLP  
Roger W. Kirby  
Peter S. Linden  
Ira M. Press  
830 Third Avenue, 10<sup>th</sup> Floor  
New York, NY 10022 (212) 371-6600

Attorneys for Movant, The ATD Group

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

TILLIE SALTZMAN, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES O. PRINCE,  
ROBERT E. RUBIN, STEPHEN R. VOLK, SALLIE  
L. KRAWCHECK, GARY L. CRITTENDEN and  
ROBERT DRUSKIN,

Defendants.

Civil Action No.  
07 CIV 9901 (SHS)

LENNARD HAMMERSCHLAG, Individually and  
On Behalf of All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE, SALLIE  
KRAWCHECK, and GARY CRITTENDEN,

Defendants.

No. 07 CIV 10258 (SHS)

**DECLARATIONS OF ELAINE ALTMAN & EDWARD ALTMAN IN SUPPORT  
OF ATD'S MOTION FOR APPOINTMENT AS LEAD PLAINTIFF,  
AND IN OPPOSITION TO COMPETING MOTIONS**

1. Each of us is a former shareholder, jointly held, of ATD, and a member of The ATD Group. Each of us makes this declaration in further support of the motion by The ATD Group for appointment as lead plaintiff in the Citigroup securities class action litigation, and in opposition to papers opposed to that application.

2. Each of us has read both David Whitcomb's December 31, 2007 declaration and what will be his reply declaration. Each of us can affirm that we had access, and have every reason to believe that the other ATD shareholders or group members had access, only to publicly available materials concerning Citigroup in connection with the ATD-Citigroup transaction.

3. Each of us has read David Whitcomb's declaration that, in determining whether to agree to acquire Citigroup stock in consideration for our sale of ATD, we relied on: a) our general belief that Citigroup's publicly traded stock price was an accurate reflection of all material publicly-known information about Citigroup; and b) the accuracy of the information in Citigroup's annual and quarterly reports and other SEC filings.

4. We also join in David Whitcomb's statements in his reply declaration respecting service by the members of The ATD Group as directors or officers of ATD.

5. Each of us declares under penalty of perjury that the foregoing is true and accurate.

Dated: Jan 31, 2008

  
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ELAINE ALTMAN

Dated: 1/31, 2008

  
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EDWARD ALTMAN